

PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION

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WASHINGTON, DC 20554

DA 00-758

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WIRELESS TELECOMMUNICATIONS BUREAU GRANTS CONSENT FOR TRANSFER OF INTERESTS IN NEW YORK RSA 2 CELLULAR PARTNERSHIP

Pursuant to sections 4(i) and 31 O(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 31 O(d), and section 0.331 of the Commission's rules, 47 C.F.R. § 0.331, the Wireless Telecommunications Bureau ("Bureau") approves the application (File No. 0000013536) requesting Commission consent to the transfer of control of New York RSA 2 Cellular Partnership (NY2CP), wireline cellular licensee of New York RSA #2 - Franklin. Kington Management (with a 42.9% interest in NY2CP) and K&S Communications (with a 14.3% interest in NY2CP) are together to transfer a controlling 57.2% interest in NY2CP to United States Cellular Operating Company (USCOC). No comments or petitions to deny were received in response to the public notice announcing that the applications had been accepted for filing. See DA 00-359, released February 24, 1999.

Because USCOC's ultimate parent company, Telephone and Data Systems, Inc. (TDS), also holds attributable interests in Rural Cellular Corporation (RCC), the ultimate parent company of the New York RSA #2 non-wireline licensee, consummation of this transaction without corrective measures would cause TDS to violate the ownership limit stated in Section 22.942(a) of the Commission's rules, 47 C.F.R. § 22.942(a). Pursuant to a Recapitalization Agreement signed in October 1999 and amended in December 1999 ("RCC-TDS Agreement"), RCC and TDS agreed to convert TDS's ownership interests in RCC in excess of five percent into preferred stock, which the Applicants argue is "debt" and therefore not attributable under Section 22.942(d)(4) of the Commission's rules, 47 C.F.R. § 22.942(d)(4). The Bureau finds, assuming the facts of ownership and the terms of the RCC-TDS Agreement as presented in the application and as represented to Commission staff, that adherence to the terms of the RCC-TDS Agreement will maintain TDS's compliance with Section 22.942(a) with respect to this market.

Pursuant to section 1.103 of the Commission's rules, 47 C.F.R. § 1.103, the consent granted herein is effective upon release of this Public Notice. Pursuant to sections 1.106(f) and 1.115(a) of the Commission's rules, 47 C.F.R. §§ 1.106(f), 1.115(a), petitions for reconsideration and applications for review may be filed within thirty days of the release of this public notice.

For further information, contact William Kunze, Wireless Telecommunications Bureau, Commercial Wireless Division, at (202) 41 S-7240.

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